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**UNITED STATES DISTRICT COURT**  
**DISTRICT OF NEVADA**

IN RE CLEANSARK, INC. DERIVATIVE  
 LITIGATION

Case No. 2:21-cv-01004-GMN-BNW

This Document Relates to:  
  
 ALL ACTIONS.

**JOINT STIPULATION AND [Proposed]  
 ORDER EXTENDING DEADLINE TO  
 SUBMIT A PROPOSED SCHEDULE**

Plaintiffs Andrea Ciceri and Mark Perna (“Plaintiffs”), both derivatively on behalf of Nominal Plaintiff CleanSpark, Inc. (“CleanSpark”) and Defendants Zachary K. Bradford, Lori L. Love, S. Matthew Schultz, Roger P. Beynon, Larry McNeill, Thomas L. Wood, and Nominal Defendant CleanSpark (“Defendants”) (collectively, with Plaintiffs, the “Parties”), by and through their undersigned counsel, hereby enter into the following stipulation and proposed order:

1       **WHEREAS**, on May 26, 2021, a shareholder derivative action was filed by Andrea  
 2 Ciceri on behalf of nominal defendant CleanSpark, Inc. (“CleanSpark”) before this Court,  
 3 captioned *Ciceri v. Bradford, et al.*, Case No. 2:21-cv-01004-GMN-BNW (the “First  
 4 Shareholder Derivative Action”); and

5       **WHEREAS**, on June 22, 2021, a second shareholder derivative action was filed by Mark  
 6 Perna on behalf of nominal defendant CleanSpark in the United States District Court for the  
 7 District of Nevada, captioned *Perna v. Bradford, et al.*, Case No. 2:21-cv-01181-GMN-BNW  
 8 (the “Second Shareholder Derivative Action”); and

9       **WHEREAS**, on June 29, 2021, this Court issued an Order consolidating the Second  
 10 Shareholder Derivative Action into this matter under the caption *In Re Cleanspark, Inc.*  
 11 *Derivative Litigation*, 2:21-cv-01004-GMN-BNW (the “Consolidation Order”); and

12       **WHEREAS**, paragraph 11 of the Consolidation Order provides as follows:

13               This Order shall apply to each related shareholder derivative action  
 14 involving the same or substantially the same allegations, claims, and  
 15 defendants, and arising out of the same, or substantially the same,  
 16 transactions or events as the Consolidated Action, that is subsequently  
 17 filed in, removed to, reassigned to, or transferred to this Court (“Potential  
 18 Subsequent Related Derivative Action”). When a shareholder derivative  
 19 action that properly belongs as part of *In re CleanSpark, Inc. Derivative*  
 20 *Litigation*, Lead Case No. 2:21-cv-01004-GMN-BNW, is hereafter filed  
 21 in this Court, removed to this Court, reassigned to this Court, or  
 22 transferred to this Court from another court, this Court requests the  
 23 assistance of counsel in calling to the attention of the Clerk of the Court  
 24 the filing, removal, reassignment, or transfer of any case that might  
 25 properly be consolidated as part of *In re CleanSpark, Inc. Derivative*  
 26 *Litigation*, Lead Case No. 2:21-cv-01004-GMN-BNW, and counsel are to  
 27 assist in assuring that counsel in subsequent actions receive notice of this  
 28 order. Unless otherwise ordered, the terms of all orders, rulings, and  
 decisions in the Consolidated Action shall apply to Potential Subsequent  
 Related Derivative Actions filed in this Court, removed to this Court,  
 reassigned to this Court, or transferred to this Court from another court.

25       **WHEREAS**, on January 21, 2022, this Court issued an Order staying proceedings in this  
 26 matter (the “Stay Order”); and

27       **WHEREAS**, the Stay Order provided that the stay of proceedings in this matter would be  
 28 terminated upon, inter alia, denial in whole or in part of the then-anticipated motion to dismiss by

1 all defendants in the securities class action currently pending before the Hon. Loretta Preska in  
2 the Southern District of New York, *Bishins v. CleanSpark, Inc. et al.*, No. 21-cv-511 (LAP) (the  
3 “Securities Class Action”); and

4 **WHEREAS**, by Opinion & Order dated January 5, 2023, the court in the Securities Class  
5 Action denied defendants’ motion to dismiss, thereby terminating the stay of proceedings in this  
6 matter; and

7 **WHEREAS**, the Stay Order further provided that the Parties meet and confer and submit  
8 a proposed scheduling order for the Court’s approval within two weeks of the date that the stay  
9 of proceedings in this matter is lifted; and

10 **WHEREAS**, on January 20, 2023, the Court entered an order, based on the Parties’  
11 stipulation dated January 19, 2023, extending the deadline for the Parties to file either a proposed  
12 scheduling order or a notice updating the Court as to the progress of their meet and confer  
13 sessions to on or before February 2, 2023; and

14 **WHEREAS**, on February 2, 2023, the Court entered an order, based on the Parties’  
15 stipulation dated February 1, 2023, extending the deadline for the Parties to file either a proposed  
16 scheduling order or a notice updating the Court as to the progress of their meet and confer  
17 sessions on or before February 24, 2023; and

18 **WHEREAS**, on February 24, 2023, the Court entered an order, based on the Parties’  
19 stipulation dated February 24, 2023, extending the deadline for the Parties to file either a  
20 proposed scheduling order or a notice updating the Court as to the progress of their meet and  
21 confer sessions to on or before March 8, 2023; and

22 **WHEREAS**, the Parties have been meeting and conferring, including by phone on  
23 January 13, 2023, February 24, 2023, and March 6, 2023, and additional discussions thereafter,  
24 concerning a proposed scheduling order; and

25 **WHEREAS**, on February 24, 2023, a third shareholder derivative action was filed by  
26 Nicholas Iraci on behalf of nominal defendant CleanSpark in the Eighth Judicial District Court of  
27  
28

1 the State of Nevada in and for Clark County, captioned *Iraci v. Bradford, et al.*, Case No. A-23-  
2 866172-C (the “Third Shareholder Derivative Action”); and

3       **WHEREAS**, on February 28, 2023, defendant S. Matthew Schultz (“Schultz”) filed a  
4 Petition for Removal and Notice of Petition for Removal, removing the Third Shareholder  
5 Derivative Action to the United States District Court for the District of Nevada. The Third  
6 Shareholder Derivative Action is now pending in the United States District Court for the District  
7 of Nevada before the Honorable Jennifer A. Dorsey, captioned *Iraci v. Bradford, et al.*, Case No.  
8 2:23-cv-00315-JAD-NJK. On March 6, 2023, defendant Schultz filed a Notice of Related Case  
9 relating the Third Shareholder Derivative Action to this matter and asking that it be transferred to  
10 this Court; and

11       **WHEREAS**, on March 1, 2023, a fourth shareholder derivative action was filed by Eric  
12 Atanasoff on behalf of nominal defendant CleanSpark in the Eighth Judicial District Court of the  
13 State of Nevada in and for Clark County, captioned *Atanasoff v. Bradford, et al.*, Case No. A-23-  
14 866492-C (the “Fourth Shareholder Derivative Action”); and

15       **WHEREAS**, on March 7, 2023, defendant Schultz filed a Petition for Removal and  
16 Notice of Petition for Removal, removing the Fourth Shareholder Derivative Action to the  
17 United States District Court for the District of Nevada. The Fourth Shareholder Derivative  
18 Action is now pending in the United States District Court for the District of Nevada before the  
19 Honorable Anne R. Traum, captioned *Atanasoff v. Bradford, et al.*, Case No. 2:23-cv-00358-  
20 ART-BNW; and

21       **WHEREAS**, as a result of the recent filing of two additional, related shareholder  
22 derivative actions, which should be consolidated into this matter pursuant to the Consolidation  
23 Order, the Defendants requested that Plaintiffs agree to take additional time to prepare a  
24 proposed scheduling order for this matter, and Plaintiffs consented.

25       THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by the Parties hereto,  
26 through their undersigned counsel, subject to the approval of the Court, as follows:

- 27       1. The Parties shall file either a proposed scheduling order or a notice updating the  
28

Court as to the progress of their meet and confer sessions on or before March 29, 2023. Defendants need not respond to the operative complaint until the date set in the Court's scheduling order.

2. Other than as agreed herein, the Parties reserve all rights.

DATED: March 8, 2023

DATED: March 8, 2023

**WILK AUSLANDER LLP**

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**ORDER**

**IT IS SO ORDERED**

**DATED:** 3:58 pm, March 13, 2023



**BRENDA WEKSLER**  
**UNITED STATES MAGISTRATE JUDGE**